## STATE OF ILLINOIS SECRETARY OF STATE SECURITIES DEPARTMENT

IN THE MATTER OF

**DIVERSE ENERGY INVESTMENT** 

GROUP INC., CADDO

PARISH JOINT VENTURE #1 AND )

THEIR OFFICERS, DIRECTORS,

EMPLOYEES, AFFILIATES, SUCCESSORS, AGENTS AND

ASSIGNS

File No. 1200277

## TEMPORARY ORDER OF PROHIBITION

TO THE RESPONDENTS. Diverse Energy Investment Group Inc.

1677 E Miles Ave., Ste. 102 Hayden, Idaho 83835-9154

Caddo Parish Joint Venture #1 1677 E. Miles Ave., Ste 102 Hayden, Idaho 83835-9154

On information and belief, I, Jesse White, Secretary of State for the State of Illinois, through my designated representative, having been fully advised in the premises by the staff of the Illinois Securities Department, Office of the Secretary of State, herein find:

- 1. Respondent, Diverse Energy Investment Group Inc., is a corporation registered in the State of Idaho with a last known address of 1677 E. Miles Ave., Ste. 102, Hayden, Idaho 83835-9154.
- Through a private placement offering, Respondent, Diverse Energy Investment 2. Group Inc., issued interests in "Caddo Parish Joint Venture #1", which is a general partnership registered in the State of Idaho with a last known address of 1677 E Miles Ave., Ste. 102, Hayden, Idaho 83835-9154.
- A Form D, Rule 506, filing for the private placement offering was made with the 3 US Securities and Exchange Commission on July 21, 2010.

- A Private Placement Memorandum (the "Memorandum"), dated January 31, 2011 stated that the minimum investment would be \$25,000.
- 5. The Memorandum also stated that the purpose of the investment was to acquire all of the working interest in three re-entry oil wells from "Wilson Drilling". The wells were originally located in Caddo Parish, Louisiana, but the location had been changed to Edwards County, Illinois.
- 6. No legal description was provided in the Memorandum for the Edwards County location. The location was identified merely as "Parkersburg Unit".
- 7. According to the Memorandum, investors were to receive a recordable assignment of the working interest upon written request.
- The Memorandum stated that a Schedule K-1 (Form 1065) for Partner's Share of Income, Credits, Deductions, etc. was to be provided to investors by March 15<sup>th</sup>, after the close of each fiscal year
- 9. A Status Report provided to at least one investor, dated July 25, 2011, stated that two wells were "on pump and producing oil". Work on the third well was scheduled "to begin sometime near the end of August 2011" and would "take three to four weeks to complete".
- A Status Report provided to at least one investor, dated January 11, 2012, stated that Respondents needed to replace the current operator and resolve "bonding and permit issues", but assured the investor that the issues would be resolved shortly and revenue would be produced
- 11. On or about April 16, 2012, a Schedule K-1 (Form 1065) for Partner's Share of Income, Credits, Deductions, etc. was provided to at least one investor.
- 12. A Status Report provided to at least one investor, dated November 2, 2012, stated that there had been unforeseen delays, "including theft of the vast majority of the equipment which was on site".
- The Illinois Department of Natural Resource has no record in the Office of Mines and Minerals (the "Office") of either Respondent holding a permit for drilling in Illinois or any record of either Respondent owning any well in Illinois.
- The Office used the information provided within the Memorandum to identify possible locations for the wells referred to by the Respondents. However, an inspection revealed that the sites had been inactive for an extended period of time.

- 15. The Illinois Securities Department (the "Department") had a letter requesting further information delivered by certified mail to Respondents on January 28, 2013.
- A reply to the Department's letter was emailed to the Department on February 15, 2013. However, the reply was not responsive to all of the requests.
- 17 The interests in Respondent, Caddo Parish Joint Venture #1, are a security as that term is defined pursuant to Section 2.1 of the Act
- 18. Respondents, Diverse Energy Investment Group Inc. and Caddo Parish Joint Venture #1, are issuers as that term is defined pursuant to Section 2.2 of the Act
- 19. Section 11.B of the Act provides, <u>inter alia</u>, that the Secretary of State may require financial statements and reports of the issuer as often as circumstances may warrant. In addition, the Secretary of State may make or cause to be made investigations respecting the business, affairs and property of the issuer of securities.
- 20. Section 12.D of the Act provides, <u>inter alia</u>, that it shall be a violation of the Act to fail to file with the Secretary of State any application, report or document required to be filed under the Act or to fail to comply with the terms of any order of the Secretary of State issued pursuant to Section 11 of the Act.
- Despite repeated requests for information, Respondents have failed to provide the Department with records conclusively identifying the location of the wells or any records regarding their operation or status.
- 22. Section 12.F of the Act provides, <u>inter alia</u>, that it shall be a violation of the Act to engage in any transaction, practice or course of business in connection with the sale or purchase of securities which works or tends to work a fraud or deceit upon the purchaser or seller thereof.
- 23. At all times relevant hereto, Respondents, Diverse Energy Investment Group Inc. and Caddo Parish Joint Venture #1, deceived investors as to the location of the wells and/or their operation
- 24. Section 12 H of the Act provides, <u>inter alia</u>, that it shall be a violation of the Act to sign or circulate any statement, prospectus or other paper or document pertaining to any security knowing or having reasonable grounds to know any material representation therein contained to be false or untrue.
- 25. The Memorandum and Status Reports disseminated to investors by Respondents, Diverse Energy Investment Group Inc. and Caddo Parish Joint Venture #1,

contained information about the wells' location and operation that Respondents knew or should have known to be untrue.

- By virtue of the foregoing, the Respondents, Diverse Energy Investment Group Inc., Caddo Parish Joint Venture #1 and their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, have violated Sections 12.D, 12.F and 12.H of the Act.
- 27. Section 11.F.(2) of the Act provides, inter alia, that the Secretary of State may temporarily suspend or prohibit the offer or sale of securities by any person if the Secretary of State in his or her opinion, based upon credible evidence, deems it necessary to prevent an imminent violation of the Act or to prevent losses to investors which the Secretary of State reasonably believes will occur as a result of a prior violation of the Act.
- 28. Based upon the foregoing, the Secretary of State deems it necessary, in order to prevent imminent and additional violations of the Act, and to prevent losses to investors as a result of the referenced prior violation of the Act, to enter an order pursuant to the authority granted under Section 11.F of the Act which prohibits the Respondents, Diverse Energy Investment Group Inc., Caddo Parish Joint Venture #1 and their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, from offering or selling securities in the State of Illinois.
- 29. Based upon the credible evidence available to the Secretary of State, the entry of this Temporary Order is in the public interest and is consistent with the purposes of the Act.
- 30. Section 11.E(4) of the Act provides, inter alia, that if the Secretary of State, after finding that any provision of the Act has been violated, may impose a fine as provided by rule, regulation or order not to exceed \$10,000 for each violation of the Act, as well as the costs of investigation and reasonable expenses.
- 31. By virtue of the foregoing, Respondents, Diverse Energy Investment Group Inc, Caddo Parish Joint Venture #1 and their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns, are subject to a fine of up to \$10,000 per violation, costs of investigation, reasonable expenses, an order of censure and an order which permanently prohibits the Respondents from offering or selling securities in the State of Illinois.

NOW THEREFORE, IT IS HEREBY ORDERED THAT: pursuant to the authority granted by Section 11.F of the Act, Diverse Energy Investment Group Inc., Caddo Parish Joint Venture #1 and their Officers, Directors, Employees, Affiliates, Successors, Agents and Assigns

## Temporary Order of Prohibition

-5-

are hereby PROHIBITED from offering or selling securities in or from the State of Illinois until further order of the Secretary of State.

NOTICE is hereby given that the Respondent may request a hearing on this matter by transmitting such request in writing to the Securities Director, Illinois Securities Department, 300 W Jefferson St., Suite 300A, Springfield, Illinois 62702. Such request must be made within thirty (30) days of the date of entry of this Temporary Order. Upon receipt of a request for hearing, a hearing will be scheduled. A request for hearing will not stop the effectiveness of this Temporary Order, but will extend the effectiveness of this Temporary Order for ninety days from the date the request is received by the Department.

FAILURE BY THE RESPONDENT TO REQUEST A HEARING WITHIN THIRTY (30) DAYS AFTER ENTRY OF THIS TEMPORARY ORDER SHALL CONSTITUTE AN ADMISSION OF ANY FACTS ALLEGED HEREIN AND CONSTITUTES SUFFICIENT BASIS TO MAKE THE TEMPORARY ORDER FINAL.

ENTERED: This 27 day of March, 2013

esse White To JESSE WHITE Secretary of State State of Illinois

Attorney for the Secretary of State:

Shannon Bond Illinois Securities Department 300 W Jefferson St., Suite 300A Springfield, Illinois 62702

Telephone: (217) 524-0648